



## Anti-Bribery Corruption Act and Policy

Date of effect: 02/01/2025

### 1. PURPOSE AND OBJECTIVES

The adverse economic and social consequences of bribery and corruption are a major deterrent to development, everywhere in the world.

Guangdong Baihe Medical Technology Co., Ltd and all its subsidiaries have zero-tolerance for bribery. Baihe Medical has been engaged for many years in fostering throughout its organisation but also in its relationships with external stakeholders, an ethical culture aiming at reaching the highest standards in terms of responsibility and business integrity.

The purpose of this Policy is to establish guidance for Baihe Medical Employees and Third Parties interacting with Baihe Medical to comply with applicable Anti-corruption and Anti-bribery Laws and Regulations, as well as to promote a culture of ethics and integrity.

This policy also aims at protecting Baihe Medical and Baihe Medical Employees' reputation and at avoiding potential civil and criminal fines.

### 2. SCOPE

This Policy is global in scope and applies to Baihe Medical worldwide, all Baihe Medical Employees and Third Parties engaged in activities with Baihe Medical.

### 3. DEFINITIONS

**Anti-corruption and Anti-bribery Laws and Regulations:** Any applicable law or regulation addressing corruption and/or bribery, including, but not limited to, the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act, as well as applicable international conventions, including, but not limited to, the Organization for Economic Co-operation and Development Anti-Bribery Convention and the United Nations Convention against Corruption.

**Anything of value:** may include, but is not limited to:

- Cash,
- Gifts,
- Entertainment, accommodations and meals,
- Travel expenses,
- Services,
- Employment offers
- Loans
- Donations or contributions, and
- Any other transfer of value, even if nominal in value

**Code of Ethics:** The Baihe Medical Code of Ethics.

**Facilitating Payments:** Payments to any Government Organization or Government Official, made to expedite or secure performance of non-discretionary, routine governmental actions (e.g., processing a visa, customs invoice, or other governmental paper).

**Government or Government Organisation:** any department, any administration, any agency controlled in whole or in part by the government, any public international organizations and their agencies or instrumentality of a government (including a government-controlled enterprise), and any organization considered to be a government department or administrative office under any local law.

**HealthCare Professional:** An individual, member of the medical, dental, pharmacy or nursing professions or any other person who during his or her professional activities may prescribe, purchase, dispense, administer or recommend a Baihe Medical product. Examples include physicians, pharmacists, nurses, investigators (may include such individuals in training e.g. students). Healthcare Professionals working in a government or in a government Organisations are considered as Government Officials.



**Person:** Any Government Official(s), Baihe Medical customer(s) or business relation(s).

**Government Official:** Individuals, in the following categories:

- Any officer or employee (including any person nominated or appointed to be an officer or employee even if part-time) of a government or a government organisation.
- Any person acting in an official capacity on behalf of a government or a government organisation.
- Any officer or employee of a company or business owned in whole or part by a government or a government organisation.
- Any officer or employee of a public international organisation such as the World Bank or the United Nations.
- Any officer or employee of a political party or any person acting in an official capacity on behalf of a political party; and/or
- Any candidate for political office.

**Baihe Medical employee:** Any employee of the company, whether full time or part time, temporary or trainee and any other employee category according to local regulation.

**Third Parties:** any individuals, companies, associations, partnerships, or other entities retained to act on behalf of or for the benefit of Baihe Medical. The term includes, but is not limited to agents, consultants, lobbyists, suppliers, distributors, resellers.

## 4. REQUIREMENTS

### 4.1 PROHIBITED INTERACTIONS

Baihe Medical, Baihe Medical Employees and Third Parties are prohibited from giving, promising to give or offering to give Anything of Value, to any Person for the purpose of influencing any act or decision of the Person, and/or the entity the Person represents, to secure an improper advantage or to otherwise obtain or retain business for Baihe Medical.

The above prohibition also applies to indirect provision of Anything of Value to any Person, including but not limited via the use of intermediaries or relatives of the Person. Baihe Medical, Baihe Medical Employees and Third Parties are prohibited from making, offering to make, or authorizing a payment to any person or entity (e.g., suppliers, agent, distributor or intermediary) with knowledge that all or part of the payment will be offered or given to a Person to secure an improper advantage or to obtain or retain business. Baihe Medical prohibits Facilitating Payments, even when legally permitted.

#### 4.2 PERMITTED INTERACTIONS

To promote a culture of ethics and integrity, as well as, to comply with all applicable Anti-corruption Anti-bribery Laws and Regulations, Baihe Medical has implemented a comprehensive set of policies and standards defining clear rules that must be complied with by all Baihe Medical Employees and, when applicable, by Third Parties.

These policies and standards govern certain activities to ensure they are implemented for genuine and legitimate business reasons and include specific provisions aiming at preventing bribery and corruption.

These policies and standards include:

- Organization of and Contribution to Events
- Global Procurement
- Donations and Other Contributions to Organizations
- Service Engagement with Scientific External Expert
- Conducting Anti-Bribery Due Diligence on Third Parties
- Responsible Lobbying
- Entertainment of Third Parties
- Accepting and/or Providing Gifts or Reminder Items
- Reportable Consulting Agreements
- Conflict of Interest
- Interaction with Patients, Patient Advocate and Groups



- Advisory Boards composed of Scientific External Experts

This set of policies and standards is continuously assessed, updated and complemented if needed, to ensure adequacy with the evolution of the legal and regulatory framework, as well as, of the risk associated with the Baihe Medical activities.

These policies and standards are not meant to be exhaustive in addressing all the circumstances that may arise. If a particular situation is not covered or the provisions of the policies and standards are not clear to a Baihe Medical Employee, the latter must consult his or her manager and or the Legal and Ethics & Business Integrity Department.

#### 4.3 ANTI-BRIBERY DUE DILIGENCE ON THIRD PARTIES

As detailed in the Operational Standard “Conducting Anti-Bribery Due Diligence on Third Parties”, Baihe Medical conducts “risk-based” anti-bribery Due Diligence on Third Parties to avoid or to mitigate the risk of Third-Party corrupt conduct.

Furthermore, appropriate anti-corruption and anti-bribery due diligence must be conducted, in accordance with relevant business practices and Baihe Medical policies and procedures, in advance of making any investment in a non-Baihe Medical business entity or entering into any Joint-Venture/ Partnership agreement.

## 5. RESPONSIBILITIES

### 5.1 GENERAL RESPONSIBILITIES

Fostering a culture of integrity throughout the organization and clearly communicating on Baihe Medical’s expectations contribute to reduce the risk of corruption. Managers are responsible to contribute to the understanding by all members of their teams of what corruption is, as well as, how to prevent it.

Each Baihe Medical Employee is responsible to comply with this Policy and is expected to perform the trainings made available by the Ethics & Business Integrity Department.



Each Baihe Medical Employee has a duty to prevent breaches of this Policy by reporting any questionable situation according to the Baihe Medical Code of Ethics and the Alerts Management policy.

## 5.2 FINANCIAL AND ACCOUNTING CONTROLS

In accordance with all relevant rules, regulations and internal procedures, Baihe Medical requires that all books, records, and accounts are kept in reasonable detail to accurately and fairly reflect all transactions and dispositions of assets and that adequate internal controls are maintained to provide reasonable assurance that management is aware of, and directing, all transactions ethically and in compliance with applicable Baihe Medical Policies and Standards.

## 5.3 CONSEQUENCES OF NON-COMPLIANCE WITH THIS POLICY

Violations of Anti-corruption and Anti-bribery Laws and Regulations may result in civil and criminal penalties for Baihe Medical and Baihe Medical Employees, in addition to disciplinary actions against Baihe Medical Employees according to the company legal entities and facilities' internal regulations and the Corrective and/or disciplinary actions policy.

Checked, approved and signed by Jiaquan Yao:

Position: Director of Sales

Date: 02/01/2025

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